

ROSEN & KREILING
ATTORNEYS AT LAW

HARRY M. ROSEN
Board Certified Civil Trial Lawyer
EDWARD PAUL KREILING
PAUL D. EICHNER

September 13, 2000

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-09/14/00-01056-001
*****70.00 *****70.00

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

FILED
00 SEP 21 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: PAPA JOE'S PIZZA & PASTA, INC.

Dear Sir:

I enclose a check in the amount of \$70.00 and Articles of Incorporation for the above-referenced corporation. Please file and forward notification to my office in the envelope provided.

Very truly yours,



EDWARD PAUL KREILING

EPK:lm

Enc.

Feb 9/21
No Copy

W-22625



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 15, 2000

EDWARD PAUL KREILING ESQ
WESTON CORPORATE CENTER
2500 WESTON ROAD STE 220
WESTON, FL 33331

SUBJECT: PAPA JOE'S PIZZA & PASTA, INC.
Ref. Number: W00000022625

FILED
00 SEP 21 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PAPA JOE'S PIZZA & PASTA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock
Document Specialist

Letter Number: 100A00048808

**ARTICLES OF INCORPORATION
OF
PAPA JOE'S PASTA & PIZZA, INC.**

FILED
00 SEP 21 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PAPA JOE'S PASTA & PIZZA, INC.

The address of the principal office of this corporation shall be 6649 Taft Street, Hollywood, Florida, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2500 Weston Road, Suite 220, Weston, Florida

33331, and the name of the initial registered agent of the corporation at that address is Edward Paul Kreiling.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The names and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Edward Paul Kreiling
2500 Weston Road, Suite 220
Weston, Florida 33331

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

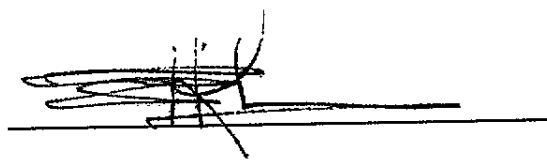
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Edward Paul Kreiling
2500 Weston Road, Suite 220
Weston, Florida 33331

IN WITNESS WHEREOF, the undersigned agent has hereunto set his
hand and seal on Sept. 18, 2000.

A handwritten signature in dark ink, appearing to be "Edward Paul Kreiling", written over a horizontal line.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Edward Paul Kreiling, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

A handwritten signature in dark ink, appearing to be "Edward Paul Kreiling", written over a horizontal line.